

Robert W. Quinn, Jr. Senior Vice President Federal Regulatory

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December 29, 2006

VIA ELECTRONIC SUBMISSION

Ms. Marlene H. Dortch Secretary Federal Communications Commission 445 12th St., SW, Room TWB-204 Washington, DC 20554

> Re: Notice of Oral Ex Parte Communication In the Matter of Review of AT&T Inc. and BellSouth Corp. Application

For Consent to Transfer of Control, WC Docket No. 06-74

Dear Ms. Dortch:

On Wednesday December 28, 2006, I had a telephone conversation with Daniel Gonzalez, FCC Chief of Staff, and Thomas Navin, Chief of the Wireline Competition Bureau. We discussed the attached document as well as the final version of that document which was filed at the Commission yesterday evening and was posted on the Commission's website at approximately 8:00 p.m. Our discussion was consistent with all of the filings made by AT&T and BellSouth in this proceeding

One electronic copy of this Notice is being submitted to the Secretary of the FCC in accordance with Section 1.1206 of the Commission's rules.

Sincerely,

Robert W. Zenny.